

Biotech Group
Immunotherapy Division

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Baxter

April 8, 1994

Richard D. Murdock
President and Chief Executive Officer
CellPro, Incorporated
22322 20th Avenue SE, Suite 100
Bothell, Washington 98021

Dear Mr. Murdock,

We have received your letter of March 25, 1994.

While there is no outstanding offer to license the Civin patents to CellPro on the table, we remain willing to reopen negotiations to settle our dispute. We suggest that any further negotiations be carried out under the mediation process using Jim Davis as the mediator to which CellPro and Baxter already have agreed.

Please let us know how you wish to proceed.

Sincerely,



John A. Osth
President, Immunotherapy Division

JAO:e

cc: Tim Anderson
Michael Schiffer
Mike Sennett